

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

YELLOW CORPORATION, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 23-11069 (CTG)
)
) (Jointly Administered)
)
)
)
Re: Docket Nos. 575, 1285

**NOTICE OF FILING OF REVISED PROPOSED ORDER (I) APPROVING CERTAIN
ASSET PURCHASE AGREEMENTS; (II) AUTHORIZING AND APPROVING SALES
OF CERTAIN REAL PROPERTY ASSETS OF THE DEBTORS FREE AND CLEAR OF
LIENS, CLAIMS, INTERESTS, AND ENCUMBRANCES, IN EACH CASE PURSUANT
TO THE APPLICABLE ASSET PURCHASE AGREEMENT; (III) APPROVING THE
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND
UNEXPIRED LEASES IN CONNECTION THEREWITH, IN EACH CASE AS
APPLICABLE PURSUANT TO THE APPLICABLE ASSET PURCHASE
AGREEMENT; AND (IV) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on September 15, 2023, the Court entered that certain *Order (I)(A) Approving Bidding Procedures for the Sale or Sales of the Debtors' Assets; (B) Scheduling Auctions and Approving the Form and Manner of Notice Thereof; (C) Approving Assumption and Assignment Procedures (D) Scheduling Sale Hearings and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Lease; and (III) Granting Related Relief* [Docket No. 575] (the "Bidding Procedures Order").²

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bidding Procedures Order, the (i) Bid Deadline for the Debtors' Real Property Assets (including Owned Properties and Leased Properties) occurred on November 9, 2023 at 5:00 p.m. (E.T.), (ii) the Auction for certain of the Real Property Assets (the "Real Estate Auction") commenced on November 28, 2023, at 9:00 a.m. (E.T.), and (iii) a Sale Hearing to consider the approval of Winning Bid(s) (and Back-Up Bid(s), as applicable) for the sales of those properties (*i.e.*, the Initial Properties (defined below)) is scheduled to take place on December 12, 2023 at 10:00 a.m. (E.T.).

PLEASE TAKE FURTHER NOTICE that the Debtors commenced the Auction for Real Property Assets on November 28, 2023 and completed bidding for those certain Real Property Assets (the

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

² Capitalized terms used in this notice but not defined herein shall have the meanings ascribed to them in the Bidding Procedures Order.

“Initial Properties”) set forth in the *Notice of Winning Bidders and, if Applicable, Back-up Bidders with Respect to Certain of the Debtors’ Real Property Assets* [Docket No. 1268] filed on December 4, 2023.

PLEASE TAKE FURTHER NOTICE that, on December 6, 2023, the Debtors filed the *Notice of Filing of Proposed Order (I) Approving Certain Asset Purchase Agreements; (II) Authorizing and Approving Sales of Certain Real Property Assets of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, in Each Case Pursuant to the Applicable Asset Purchase Agreement; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, in Each Case as Applicable Pursuant to the Applicable Asset Purchase Agreement; and (IV) Granting Related Relief* [Docket No. 1285] with the proposed sale order (the “Proposed Sale Order”) seeking authorization, among other things, to enter into certain Asset Purchase Agreements (as defined in the Proposed Sale Order).

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit A** is a revised Proposed Sale Order (the “Revised Proposed Sale Order”) and attached hereto as **Exhibit B** is a redline comparison of the Revised Proposed Sale Order showing changes against the original Proposed Sale Order.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to present the Revised Proposed Sale Order at the Sale Hearing.

Dated: December 11, 2023
Wilmington, Delaware

/s/ Peter J. Keane

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